

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

INTERNATIONAL BUSINESS MACHINES CORPORATION,)	
)	
Plaintiff,)	C.A. No. 16-122-LPS
)	
v.)	JURY TRIAL DEMANDED
)	
GROUPON, INC.)	PUBLIC VERSION
)	
Defendant.)	

**DECLARATION OF ROBERT C. HARRITS IN SUPPORT OF IBM'S
MOTION TO COMPEL GROUPON TO PRODUCE INTERNAL
FINANCIAL AND SALES DOCUMENTS**

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Dated: May 30, 2017
Public Version Dated: June 6, 2017
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I, Robert C. Harrits, declare that:

1. I am an associate with the law firm of Desmarais LLP, counsel of record for Plaintiff International Business Machines Corporation (“IBM”) in the above-captioned matter, and I am admitted *pro hac vice* to this Court. I submit this declaration based on personal knowledge, and if called upon as a witness, I could competently testify to the truth of each statement herein.

2. I make this Declaration in support of IBM’s Letter Brief in Support of IBM’s Motion to Compel Groupon to Produce Internal Financial and Sales Documents.

3. Attached hereto as Exhibit 1 is a true and correct copy of IBM’s First Set of Requests to Groupon for the Production of Documents and Things (Nos. 1-83) served on November 22, 2016.

4. Attached hereto as Exhibit 2 is a true and correct copy of Defendant Groupon, Inc.’s Responses to Plaintiff International Business Machines Corporation’s First Set of Requests for the Production of Documents and Things (Nos. 1-83) served on December 22, 2016.

5. Attached hereto as Exhibit 3 is a true and correct copy of the January 20, 2017 Letter from Elizabeth Kimmel, counsel for IBM, to Phillip Haack, counsel for Groupon. (Filed Under Seal)

6. Attached hereto as Exhibit 4 is a true and correct copy of the February 7, 2017 Letter from Phillip Haack, counsel for Groupon, to Elizabeth Kimmel, counsel for IBM.

7. Attached hereto as Exhibit 5 is a true and correct copy of email correspondence between Robert Harrits, counsel for IBM, and Jessica Benzler, counsel for Groupon, dated April 7, 2017 6:39 pm. (Filed Under Seal)

8. On April 24, 2017, Groupon produced documents in production volume GROUP005, which contained documents bearing bates numbers GROUP0023766- GROUP0024761. That production consisted of eight public Form 10-Ks that were filed with the Security and Exchange Commission.

9. Attached hereto as Exhibit 6 is a true and correct copy of an email from Robert Winant, a paralegal supporting counsel for Groupon, to Karim Oussayef, counsel for IBM, containing the production volume GROUP005. (Filed Under Seal)

10. Attached hereto as Exhibit 7 is a true and correct copy of a document from Groupon's production bearing bates numbers GROUP0024551 - GROUP0024731.

11. Attached hereto as Exhibit 8 is a true and correct copy of an April 28, 2017 Letter from Robert Harrits, counsel for IBM, to Phillip Haack, counsel for Groupon. (Filed Under Seal)

12. Attached hereto as Exhibit 9 is a true and correct copy of email correspondence between Sapna Mehta, counsel for Groupon, and Robert Harrits, counsel for IBM, dated May 18, 2017 at 12:46 pm. (Filed Under Seal)

13. Attached hereto as Exhibit 10 is a true and correct copy of the Oral Order *Elm 3DS Innovations, LLC v. Samsung Elecs. Co., Ltd. et al.*, 1:14-cv-01430, D.I. 124 (D. Del. May 12, 2016).

14. Attached hereto as Exhibit 11 is a true and correct copy of the Order *Sciele Pharma, Inc., et al. v. Shionogi Pharma, et al.*, 1:09-cv-00037, D.I. 545 (D. Del. Aug. 27, 2012).

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed on May 30, 2017, in New York, NY.

/s/ Robert C. Harrits
Robert C. Harrits